

Robert E. Spicer, Jr. (VSB No. 24194)
William H. Schwarzschild, III (VSB No. 15274)
R. Joseph Noble (VSB No. 77138)
WILLIAMS MULLEN
Two James Center, 17th Floor
1021 East Cary Street
Post Office Box 1320
Richmond, Virginia 23218-1320
Tel: 804.783.6432
Fax: 804.783.6507
rspicer@williamsmullen.com
tschwarz@williamsmullen.com
jnoble@williamsmullen.com

Counsel for LandAmerica Financial Group, Inc.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:)	
LANDAMERICA FINANCIAL)	Chapter 11
GROUP, INC.,)	
)	Case No. 08-35994 (KRH)
Debtor.)	

**FOURTH INTERIM AND FINAL APPLICATION OF WILLIAMS MULLEN
FOR ALLOWANCE OF COMPENSATION AND EXPENSE
REIMBURSEMENT AS SPECIAL CORPORATE COUNSEL TO THE DEBTOR**

Williams, Mullen, Clark & Dobbins, P.C. ("Williams Mullen"), special corporate counsel for LandAmerica Financial Group, Inc. in the above-captioned case (the "Debtor"), submits the following as its Fourth Interim and Final Application For Allowance Of Compensation And Expense Reimbursement As Special Corporate Counsel To The Debtor (this "Application") pursuant to 11 U.S.C. §§ 330 and 331 and Rule 2016 of the Federal Rules of Bankruptcy Procedure. In this Application, Williams Mullen seeks (i) interim approval of compensation in the amount of \$96,298.50 and reimbursement of expenses in the amount of \$150.52 for the period of September 1, 2009 through and including December 6, 2009 (the "Fourth Interim Fee Period"); (ii) final allowance and approval of (a) compensation for professional services rendered by Williams Mullen during the period from November 26, 2008 through and including December 6, 2009 (the "Retention Period") as special corporate counsel to the Debtor in the

amount of \$403,305.00 and (b) reimbursement of reasonable and necessary expenses incurred during the Retention Period in the amount of \$4,749.38, for a total Final Fee Amount of \$408,054.38; and (iii) ratification and confirmation of any amounts previously received by Williams Mullen pursuant to the Interim Compensation Order (as defined herein) and the Retention Order (as defined herein) approved by this Court; and in support thereof states as follows:

JURISDICTION

1. The Court has jurisdiction to consider this matter under 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding under 28 U.S.C. § 157(b). Venue is before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief requested herein are 11 U.S.C. §§ 330 and 331.

BACKGROUND

3. On November 26, 2008 (the “Petition Date”), the Debtor filed a voluntary petition in the Court for relief under chapter 11 of the Bankruptcy Code, 11 U.S.C. §§ 101-1330 (the “Bankruptcy Code”). The Debtor continued to operate its business and manage its properties as debtor in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

4. On December 5, 2008, the Debtor applied to the Court for an order authorizing it to retain Williams Mullen as its special corporate counsel, effective *nunc pro tunc* to the Petition Date, to render legal services to the Debtor relating to the Debtor’s ongoing business operations, including, without limitation, any corporate, securities, business combination, employee benefit, employment, and tax issues that may arise to the extent requested by the Debtor.

5. On December 16, 2008, Robert E. Spicer, Jr., on behalf of Williams Mullen, filed

a supplemental declaration in support of the Debtor's application for the entry of an order authorizing the employment and retention of Williams Mullen as special corporate counsel to the Debtor.

6. On December 21, 2008, the Court entered an order (the "Retention Order") authorizing the Debtor to employ and retain Williams Mullen as its special corporate counsel effective *nunc pro tunc* to the Petition Date. A copy of the Retention Order is attached hereto as Exhibit A.

7. On December 21, 2008, the Court entered an Order Under Sections 105(a) and 331 Of The Bankruptcy Code Establishing Procedures For Interim Compensation (the "Interim Compensation Order"). A copy of the Interim Compensation Order is attached hereto as Exhibit B.

8. Pursuant to the terms of the Interim Compensation Order, if no objection is filed to a monthly fee application within twenty (20) days of the date of filing of that application, then the respective professionals may be paid eighty-five percent (85%) of the fees and one hundred percent (100%) of the expenses set forth in the applicable monthly fee application.

9. The Interim Compensation Order provides for the payment of the remaining fifteen percent (15%) of fees following approval of the professional's interim compensation request by the Court.

10. On November 23, 2009, the Court entered an Order Confirming Joint Chapter 11 Plan of LandAmerica Financial Group, Inc. And Its Affiliated Debtors (the "Confirmation Order").

11. On December 7, 2009, the Debtor filed a Notice of (I) Entry of Order Confirming Joint Chapter 11 Plan of LandAmerica Financial Group, Inc. And Its Affiliated Debtors; (II)

Occurrence Of Effective Date; And (III) Deadline For Filing Administrative Expense Claims, Fee Claims And Claims Arising From Rejection Of Executory Contracts Or Unexpired Leases (the "Confirmation Order Notice"). Pursuant to the Confirmation Order Notice, the effective date with respect to the Confirmation Order occurred on December 7, 2009 (the "Effective Date"). Accordingly, the employment of William Mullen as special corporate counsel through the Court ceased as of December 7, 2009.

12. Pursuant to the terms of the Confirmation Order, each respective professional is required to file its final fee application within forty (40) days of the Effective Date. Accordingly, the Confirmation Order Notice instructs that all final fee applications must be filed and served so as to actually be received on or before January 19, 2010.

13. Throughout the period from November 26, 2008 through February 28, 2009 (the "First Interim Fee Period"), Williams Mullen timely served Monthly Fee Requests on the Debtor for the months of November/December, January and February. The 20 day period for filing objections for each Monthly Fee Request expired without any objections. Accordingly, Williams Mullen was paid 85% of the requested professional fees and 100% of requested expenses for the First Interim Fee Period.

14. On April 13, 2009, Williams Mullen timely filed its Amended First Interim Application for Allowance of Compensation and Expense Reimbursement As Special Corporate Counsel to Debtor. On May 18, 2009, the Court entered the Order Allowing Interim Compensation and Expense Reimbursement approving professional fees in the amount of \$193,618.50 and expenses in the amount of \$4,298.46 for the First Interim Fee Period (the "First Interim Fee Order").

15. Pursuant to the terms of the First Interim Fee Order, the Debtor duly paid all

outstanding professional fees and expenses for the First Interim Fee Period.

16. Throughout the period from March 1, 2009 through May 31, 2009 (the "Second Interim Fee Period"), Williams Mullen timely served Monthly Fee Requests on the Debtor for the months of March, April and May. The 20 day period for filing objections for each Monthly Fee Request expired without any objections. Accordingly, Williams Mullen was paid 85% of the requested professional fees and 100% of requested expenses for the Second Interim Fee Period.

17. On July 15, 2009, Williams Mullen timely filed its Second Interim Application for Allowance of Compensation and Expense Reimbursement As Special Corporate Counsel to Debtor. On September 10, 2009, the Court entered the Order Allowing Interim Compensation and Expense Reimbursement approving professional fees in the amount of \$75,014.50 and expenses in the amount of \$234.25 for the Second Interim Fee Period (the "Second Interim Fee Order").

18. Pursuant to the terms of the Second Interim Fee Order, the Debtor duly paid all outstanding professional fees and expenses for the Second Interim Fee Period.

19. Throughout the period from June 1, 2009 through August 31, 2009 (the "Third Interim Fee Period"), Williams Mullen timely served Monthly Fee Requests on the Debtor for June, July and August. The 20 day period for filing objections for each Monthly Fee Request expired without any objections. Accordingly, Williams Mullen was paid 85% of the requested professional fees and 100% of requested expenses for the Third Interim Fee Period.

20. On October 15, 2009, Williams Mullen timely filed its Third Interim Application for Allowance of Compensation and Expense Reimbursement As Special Corporate Counsel to Debtor. On November 17, 2009, the Court entered the Order Allowing Interim Compensation and Expense Reimbursement approving professional fees in the amount of \$38,373.50 and

expenses in the amount of \$66.15 for the Third Interim Fee Period (the "Third Interim Fee Order").

21. Pursuant to the terms of the Third Interim Fee Order, the Debtor duly paid all outstanding professional fees and expenses for the Third Interim Fee Period.

22. On October 14, 2009, Williams Mullen served its tenth Monthly Fee Request for the period from September 1, 2009 through and including September 30, 2009 for the amount of \$24,181.55 consisting of \$24,129.50 for professional fees and \$52.05 for expenses. The 20 day period for objections expired on November 3, 2009 without any objections. On November 10, 2009, Williams Mullen was paid 85% of the requested professional fees and 100% of requested expenses, in the aggregate amount of \$20,562.13.

23. On November 11, 2009, Williams Mullen served its eleventh Monthly Fee Request for the period from October 1, 2009 through and including October 31, 2009 for the amount of \$25,419.07, consisting of \$25,365.50 for professional fees and \$53.57 for expenses. The 20 day period for objections expired on December 1, 2009, without any objections. As of January 14, 2010, Williams Mullen had not received any payment of fees or expenses relating to the eleventh Monthly Fee Request.

24. On December 17, 2009, Williams Mullen served its twelfth Monthly Fee Request for the period from November 1, 2009 through and including November 30, 2009 for the amount of \$41,478.90, consisting of \$41,434.00 for professional fees and \$44.90 for expenses. The 20 day period for objections expired on January 6, 2010, without any objections. As of January 14, 2010, Williams Mullen had not received any payment of fees or expenses relating to the twelfth Monthly Fee Request.

25. On December 28, 2009, Williams Mullen served its thirteenth Monthly Fee

Request for the period from December 1, 2009 through and including December 6, 2009 for the amount of \$1,807.00, consisting of \$1,807.00 for professional fees and \$0.00 for expenses. The 20 day period for objections expires on January 17, 2010, and no objections had been filed as of January 14, 2010. On January 13, 2010, Williams Mullen served a supplement to the thirteenth Monthly Fee Request for the amount of \$3,562.50, consisting of \$3,562.50 for professional fees and \$0.00 for expenses. The 20 day period for objections expires on February 2, 2010, and no objections had been filed as of January 14, 2010. As of January 14, 2010, Williams Mullen had not received any payment of fees or expenses relating to the thirteenth Monthly Fee Request and/or the supplement thereto.

26. Williams Mullen has rendered professional services to the Debtor throughout the Fourth Interim Fee Period for which it seeks compensation in the amount of \$96,298.50. The Debtor paid \$20,510.08 after the tenth Monthly Fee Request, \$0.00 after the eleventh Monthly Fee Request, \$0.00 after the twelfth Monthly Fee Request, and \$0.00 after the thirteenth Monthly Fee Request (including the supplement thereto), leaving a remaining balance of \$75,788.42. Attached hereto as Exhibit C is a statement of the fees incurred.

27. During the Fourth Interim Fee Period, Williams Mullen incurred \$150.52 in out-of-pocket expenses for which it seeks reimbursement. The Debtor paid \$52.05 after the tenth Monthly Fee Request, \$0.00 after the eleventh Monthly Fee Request, \$0.00 after the twelfth Monthly Fee Request, and \$0.00 after the thirteenth Monthly Fee Request (including the supplement thereto), leaving a remaining balance of \$98.47. Attached hereto as Exhibit C is a statement of the expenses incurred.

28. Pursuant to the Interim Compensation Order and the Confirmation Order, Williams Mullen is filing this Application for (i) interim allowance of compensation for

professional services rendered and reimbursement of expenses in this case during the Fourth Interim Fee Period and (ii) final allowance and approval for professional services rendered and reimbursement of expenses in this case during the Retention Period.

**SUMMARY OF SERVICES RENDERED
DURING THE FOURTH INTERIM FEE PERIOD**

29. Williams Mullen provided various services to the Debtor, which may be summarized as follows:

A. General Corporate – Total Hours 3.2 Total \$924.00

ATTORNEY/ PARALEGAL	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	FEE
R. E. Spicer Jr.	1984	\$480.00	0.7	\$336.00
A. G. Marino	2005	\$295.00	1.2	\$354.00
J. A. Herley	N/A	\$180.00	1.3	\$234.00

Description

Correspondence, conferences, document preparation, document review, research, legal advice, and legal analysis.

Attached hereto as Exhibit C- General Corporate is a complete statement of such services rendered by Williams Mullen.

Necessity and Benefit to the Estate

Williams Mullen assisted the Debtor with its review and oversight of issues arising in connection with a trademark issue.

B. Securities – Total Hours 102.5 Total \$33,359.50

ATTORNEY/ PARALEGAL	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	FEE
R. E. Spicer Jr.	1984	\$480.00	37.7	\$18,096.00
R.W. Hulcher	2006	\$295.00	31.3	\$9,233.50
M. D. Rundstrom	N/A	\$180.00	19.4	\$3,492.00
N. F. Wagner	N/A	\$180.00	14.1	\$2,538.00

Description

Correspondence, conferences, document preparation, document review, legal advice, legal analysis, SEC filings, including, without limitation, Form 8-K.

Attached hereto as Exhibit C- Securities is a complete statement of such services rendered by

Williams Mullen.

Necessity and Benefit to the Estate

Williams Mullen assisted the Debtor with its public company reporting obligations under the Securities Exchange Act of 1934, and related matters.

C. Cash Balance Plan – Total Hours 120.4 Total \$40,635.00

ATTORNEY/ PARALEGAL	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	FEE
C. M. Marriott	1986	\$480.00	1.4	\$672.00
B. M. Dewitt	1995	\$370.00	91.2	\$33,744.00
N. K. Massengill	1992	\$340.00	2.5	\$850.00
E. P. Hindsley	2008	\$230.00	17.8	\$4,094.00
C. G. Pollock	N/A	\$170.00	7.5	\$1,275.00

Description

Correspondence, conferences, document preparation, document review, research, legal advice, and legal analysis.

Attached hereto as Exhibit C- Cash Balance Plan is a complete statement of such services rendered by Williams Mullen.

Necessity and Benefit to the Estate

Williams Mullen assisted the Debtor with its review and oversight of issues arising in connection with the Cash Balance Plan.

D. Employee Savings and Stock Ownership Plan – Total Hours 6.0 Total \$2,220.00

ATTORNEY	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	FEE
B. M. Dewitt	1995	\$370.00	6.0	\$2,220.00

Description

Document preparation, document review, legal advice, and legal analysis.

Attached hereto as Exhibit C- Employee Savings and Stock Ownership Plan is a complete statement of such services rendered by Williams Mullen.

Necessity and Benefit to the Estate

Williams Mullen assisted the Debtor with plan amendments, review of documents and other plan issues.

E. Signature Acquisition Corp.- Loan – Total Hours 0.3 Total \$111.00

ATTORNEY/ PARALEGAL	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	FEE
M. E. Cheek	1999	\$370.00	0.3	\$111.00

Description

Correspondence, document review, legal advice, and legal analysis.

Attached hereto as Exhibit C- Signature Acquisition Corp.- Loan is a complete statement of such services rendered by Williams Mullen.

Necessity and Benefit to the Estate

Williams Mullen assisted the Debtor with issues in connection with the Signature Acquisition Corporation loan.

F. Bankruptcy – Total Hours 52.6 Total \$19,049.00

ATTORNEY/ PARALEGAL	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	FEE
R. E. Spicer Jr.	1984	\$480.00	24.5	\$11,760.00
W. H. Schwarzschild III	1975	\$480.00	1.9	\$912.00
R. D. Perrow	1975	\$425.00	1.8	\$765.00
R. J. Noble	2008	\$230.00	24.4	\$5,612.00

Description

Correspondence, conferences, document preparation, document review, research, bankruptcy filings, legal advice, and legal analysis.

Attached hereto as Exhibit C- Bankruptcy is a complete statement of such services rendered by Williams Mullen.

Necessity and Benefit to the Estate

Williams Mullen assisted the Debtor by monitoring its bankruptcy filings and preparing necessary documents for filing with the Court relating to the engagement of Williams Mullen as special corporate counsel to the Debtor.

30. The total amount of interim and final compensation requested by Williams Mullen is based on the hourly rates normally charged by the attorneys and the paralegals who performed legal services for the Debtor in this matter and are further summarized on Exhibit C.

31. Attached hereto as Exhibit D is a summary sheet concerning the Fourth Interim Fee Period of this Application. The fees sought by Williams Mullen are reasonable for the work it performed and in practice before the United States Bankruptcy Court. Such fees are customary

for the specialized services provided and are comparable in amount to services rendered by other attorneys in the area. The fees sought herein are reasonable considering the nature and extent of the work, the time spent, and the value of the services.

32. Williams Mullen hereby certifies that it has submitted and served monthly statements as permitted under the Interim Compensation Order. In addition, it will file and serve this Application as required under the Interim Compensation Order and the Confirmation Order.

33. Williams Mullen submits that the legal services rendered to the Debtor and the out-of-pocket expenses incurred therewith were necessary and reasonable in view of the Debtor's obligations in this case and the scope and nature of the matters in which the Debtor was involved.

34. While this Application constitutes Williams Mullen's final application with respect to compensation and expenses in connection with its employment as special corporate counsel in accordance with the Retention Order, the Interim Compensation Order and the Confirmation Order, Williams Mullen reserves the right to seek further payments with respect to compensation and expenses to the extent permitted by the terms of any engagement with the Debtor entered into subsequent to the Effective Date.

CONCLUSION

WHEREFORE, Williams Mullen respectfully requests that the Court enter an Order substantially in the form attached hereto as Exhibit E approving the compensation and reimbursement of expenses requested herein, authorizing and directing the Debtor to pay such amounts and granting such other and further relief as the Court deems appropriate.

WILLIAMS MULLEN

By: /s/ William H. Schwarzschild, III
Counsel

EXHIBIT A

[Retention Order Attached]

Paul V. Shalhoub (Admitted *Pro Hac Vice*)
Rachel C. Strickland (Admitted *Pro Hac Vice*)
Jamie M. Ketten (Admitted *Pro Hac Vice*)
WILLKIE FARR & GALLAGHER LLP
787 Seventh Avenue
New York, New York 10019
(212) 728-8000

-- and --

Dion W. Hayes (VSB No. 34304)
John H. Maddock III (VSB No. 41044)
McGUIREWOODS LLP
One James Center
901 East Cary Street
Richmond, Virginia 23219-4030
(804) 775-1000

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

-----X		
In re	:	Chapter 11
	:	
LandAmerica Financial Group, Inc.,	:	Case No. 08-35994 (KRH)
	:	
Debtor.	:	
-----X		

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
WILLIAMS MULLEN AS SPECIAL CORPORATE COUNSEL FOR
THE DEBTOR LANDAMERICA FINANCIAL GROUP, INC.
EFFECTIVE NUNC PRO TUNC TO THE PETITION DATE**

Upon the application (the "Application")¹ of the above captioned debtor LandAmerica Financial Group, Inc. (the "Debtor" or "LFG") for the entry of an order authorizing the Debtor to employ and retain Williams, Mullen, Clark and Dobbins, P.C. ("Williams Mullen") as special corporate counsel to LFG on a limited basis effective as of the date LFG filed its chapter 11 petition, pursuant to sections 327(e) and 330 of title 11 of the United States Code (the

¹ Capitalized terms used but not defined herein shall have the meanings assigned to them in the Application.

“Bankruptcy Code”) and Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rules 2014-1 and 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Eastern District of Virginia (the “Local Bankruptcy Rules”); and the Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. § 157 and 1334; and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. § 1408 and 1409; and the Court having reviewed the Application and the Spicer Declaration; and based on the representations of counsel made on the record at the hearing on this Application held on December 16, 2008; and the Court being satisfied based on the representations made in the Application and the Spicer Declaration that Williams Mullen does not hold or represent an interest adverse to the Debtor’s estate with respect to the matters on which it is to be employed, as required by section 327(e) of the Bankruptcy Code; and it appearing to the Court that the relief requested is in the best interests of the Debtor’s estate, their creditors and other parties in interest; and good, adequate and sufficient cause has been shown to justify the immediate entry of this order; and after due deliberation and sufficient cause appearing therefor, it is hereby:

ORDERED, ADJUDGED, AND DECREED that:

1. The Application is GRANTED subject to the terms and conditions herein.
2. The Debtors will file and serve the Supplemental Declaration of Robert E. Spicer, Jr. (the “Supplemental Spicer Declaration”) in support of the Application.
3. Upon filing and service of the Supplemental Spicer Declaration, parties in interest shall have ten (10) days in which to object to the retention of Williams Mullen.

4. If no objections are filed within ten (10) days of the filing of the Supplemental Spicer Declaration, LFG's retention of Williams Mullen shall be hereby approved without further order of the Court. If an objection is timely filed, LFG shall schedule and notice a hearing for the Court to consider the Application in accordance with the procedures set forth in this Court's Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 32).

5. LFG, and only LFG, is authorized to employ and retain Williams Mullen as special corporate counsel effective *nunc pro tunc* as of to the Petition Date in accordance with the terms and conditions set forth in this Order and the Spicer Declaration.

6. Williams Mullen is authorized to render professional services to LFG as described in the Spicer Declaration on matters related to the Debtor's ongoing business operations, including, without limitation, any corporate, securities, business combination, employee benefit, employment, and tax issues that may arise to the extent requested by the Debtor.

7. Williams Mullen shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtor's chapter 11 case in compliance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, guidelines established by the Office of the U.S. Trustee and any other applicable procedures and orders of the Court.

8. The Debtor is authorized to take all actions necessary to effectuate the relief granted pursuant to this order in accordance with the Application.

9. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: Richmond, Virginia
December ____, 2008

Dec 21 2008 /s/ Kevin R. Huennekens

HONORABLE KEVIN. R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE
Entered on Docket: 12/22/2008

WE ASK FOR THIS:
Paul V. Shalhoub, Esq.
Rachel C. Strickland, Esq.
Jamie M. Ketten, Esq.
WILLKIE FARR & GALLAGHER LLP
787 Seventh Avenue
New York, New York 10019
(212) 728-8000

- and -

/s/ Dion W. Hayes
Dion W. Hayes (VSB No. 34304)
John H. Maddock III (VSB No. 41044)
McGUIREWOODS LLP
One James Center
901 East Cary Street
Richmond, Virginia 23219-4030
(804) 775-1000

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Rule 9022-1 (C), I hereby certify that the foregoing proposed order substantially in the form herein was served upon all necessary parties.

/s/ Dion W. Hayes.

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EXHIBIT B

[Interim Compensation Order Attached]

Paul V. Shalhoub (Admitted *Pro Hac Vice*)
Rachel C. Strickland (Admitted *Pro Hac Vice*)
Jamie Ketten, Esq (Admitted *Pro Hac Vice*)
WILLKIE FARR & GALLAGHER LLP
787 Seventh Avenue
New York, New York 10019
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– and –

Dion W. Hayes (VSB No. 34304)
John H. Maddock III (VSB No. 41044)
McGUIREWOODS LLP
One James Center
901 East Cary Street
Richmond, Virginia 23219-4030
(804) 775-1000

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

-----X	
In re	: Chapter 11
	:
LandAmerica Financial Group, Inc., <i>et al.</i>	: Case No. 08-35994 (KRH)
	:
Debtors.	: (Jointly Administered)
-----X	

**ORDER UNDER SECTIONS 105(a) AND 331 OF THE BANKRUPTCY
CODE ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION**

Upon the motion (the “**Motion**”) of the debtors and debtors in possession in the above-captioned cases (the “**Debtors**”), pursuant to sections 105(a) and 331 of the Bankruptcy Code, seeking entry of an order establishing procedures for interim compensation and reimbursement of expenses of professionals retained in these cases; and due and sufficient notice of the Motion having been provided as set forth in the Motion; and it appearing that no other or further notice need be provided; and no

objections having been filed; and it appearing that the relief requested by the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation thereon and sufficient cause appearing therefor, it is hereby:

ORDERED, ADJUDGED, AND DECREED that:

- .1 The Motion is GRANTED.
- .2 Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.
- .3 Except as may otherwise be provided in orders of this Court authorizing the retention of specific professionals, all professionals in these cases may seek interim compensation in accordance with the procedures set forth in Exhibit A attached hereto.
- .4 Each member of the Creditors' Committees shall be permitted to submit statements of expenses and supporting vouchers to counsel to its committee, which shall collect and submit such requests for reimbursement in accordance with the foregoing procedure for monthly and interim compensation and reimbursement of Professionals; provided, however, that all Creditors' Committee member requests for reimbursement of such members' attorneys' fees or expenses must be made by separate application and scheduled for hearing upon proper notice.
- .5 All time periods referenced in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).
- .6 The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived.

.7 This Court retains jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

Dec 21 2008

Dated: Richmond, Virginia
December ____, 2008

/s/ Kevin Huennekens

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

Entered on Docket: 12/22/2008

Paul V. Shalhoub (Admitted *Pro Hac Vice*)
Rachel C. Strickland (Admitted *Pro Hac Vice*)
Jamie M. Ketten (Admitted *Pro Hac Vice*)
WILLKIE FARR & GALLAGHER LLP
787 Seventh Avenue
New York, New York 10019
(212) 728-8000

- and -

/s/ John H. Maddock III
Dion W. Hayes (VSB No. 34304)
John H. Maddock III (VSB No. 41044)
McGUIREWOODS LLP
One James Center
901 East Cary Street
Richmond, Virginia 23219-4030
(804) 775-1000

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Rule 9022-1 (C), I hereby certify that the foregoing proposed order was served upon all necessary parties.

/s/ John H. Maddock III

\6867212.1

Exhibit A
Interim Compensation Procedures

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

-----X	
In re	: Chapter 11
	:
LandAmerica Financial Group, Inc., <i>et al.</i>	: Case No. 08-35994 (KRH)
	:
Debtors.	: (Jointly Administered)
-----X	

**LANDAMERICA FINANCIAL GROUP INC., ET AL. INTERIM
COMPENSATION PROCEDURES**

On the date that is no earlier than the 10th day of each month following the month for which compensation is sought, each Professional will serve a monthly fee request (the “**Monthly Fee Request**”), which need not include a narrative, but must include time and expense detail, on the following parties (collectively, the “**Notice Parties**”): (i) LandAmerica Financial Group, Inc., 5600 Cox Road, Glen Allen, VA 23060 (Attn: Michelle H. Gluck, Executive Vice President and Chief Legal Officer; and Michael D. Beverly, Senior Vice President, Associate General Counsel and Corporate Secretary); (ii) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019-6099 (Attn: Rachel C. Strickland, Esq.), restructuring counsel to the Debtors; (iii) McGuireWoods LLP, One James Center, 901 East Cary Street, Richmond, Virginia 23219 (Attn: Dion W. Hayes, Esq.), co-restructuring counsel to the Debtors; and (iv) the Office of the United States Trustee for the Eastern District of Virginia, 701 East Broad Street, Suite 4304, Richmond, Virginia 23219 (Attn: Robert B. Van Arsdale), and (v) counsel to any statutorily appointed committee.

(a) Each Notice Party will have twenty (20) days after service of a Monthly Fee Request to review the request. Upon the expiration of the 20 day period, the Debtors will promptly pay each Professional its interim payment (the “**Actual Interim Payment**”) equal to the lesser of (i) 85% of the fees and 100% of the expenses requested in the Monthly Fee Request (the “**Maximum Payment**”) or (ii) 85% of the fees and 100% of the expenses not subject to an objection.

(b) If any Notice Party objects to a Professional’s Monthly Fee Request, the objecting party shall, within twenty (20) days of service of the Monthly Fee Request, serve upon the respective Professional and each of the Notice Parties a written “**Notice of Objection to Monthly Fee Request**” setting forth the precise nature of the objection and the amount at issue. Thereafter, the objecting party and the Professional shall attempt to resolve the objection on a consensual basis. If the parties reach an agreement, the Debtors shall promptly pay 85% of the agreed upon fees and 100% of the agreed upon expenses. If the parties are unable to reach a resolution of the objection within twenty (20) days after service of the objection, the objecting party shall file its objection (the

“Objection”) with the Court within three (3) business days and serve such Objection on the respective Professional and each of the Notice Parties. Thereafter, the Professional may either: (i) file a response to the Objection with the Court, together with a request for payment of the difference, if any, between the Maximum Payment and the Actual Interim Payment made to the affected Professional (the **“Incremental Amount”**) or (ii) forego payment of the Incremental Amount until the next interim or final fee application hearing, at which time the Court will consider the Objection, if requested by the parties.

(c) Beginning with the approximately three-month period ending on February 28, 2009, and at three-month intervals thereafter (the **“Interim Fee Period”**), each of the Professionals must file with the Court and serve on the Notice Parties an interim fee application (the **“Interim Fee Application”**) for compensation and reimbursement of expenses sought in the Monthly Fee Requests served during such period. The Interim Fee Application must include a narrative discussion, as well as a summary of the Monthly Fee Requests that are the subject of the application and appropriate time and expense detail. Each Professional shall serve notice of its Interim Fee Application (which identifies the Professional seeking compensation, discloses the period for which the payment of compensation and reimbursement of expenses is being sought, and describes the amount of compensation and expenses sought) on all parties that have entered their appearance pursuant to Bankruptcy Rule 2002. Parties will have twenty (20) days after service of an Interim Fee Application to object thereto. Each Professional must file its Interim Fee Application within 45 days after the end of the Interim Fee Period for which the request seeks allowance of compensation and reimbursement of expenses. The first Interim Fee Application should cover the Interim Fee Period from the Petition Date through and including February 28, 2009. Any Professional that fails to file an Interim Fee Application when due will be ineligible to receive further interim payments of fees or expenses with respect to any subsequent Interim Fee Period until such time as an Interim Fee Application is filed and served by the Professional.

(d) The Debtors shall request that the Court schedule a hearing on the Interim Fee Applications at least once every three months, with the first hearing to be held on April 16, 2009 at 10:00 A.M. Eastern. The Court, in its discretion, may approve an uncontested Interim Fee Application without the need for a hearing, upon the Professional's filing of a certificate of no objection. Upon allowance by the Court of a Professional's Interim Fee Application, the Debtors shall be authorized to promptly pay such Professional all requested fees (including the 15% holdback) and expenses not previously paid.

(e) The pendency of an Objection to payment of compensation or reimbursement of expenses will not disqualify a Professional from the future payment of compensation or reimbursement of expenses.

(f) Neither the payment of nor the failure to pay, in whole or in part, monthly interim compensation and reimbursement of expenses, nor the filing of or failure to file an Objection, will bind any party-in-interest or the Court with respect to the allowance of interim or final applications for compensation and reimbursement of expenses of the

Professionals. All fees and expenses paid to the Professionals under these compensation procedures are subject to disgorgement until final allowance by the Court.

EXHIBIT C

[Williams Mullen Bills Attached]

EXHIBIT C- GENERAL CORPORATE



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

DECEMBER 15, 2009
003697.0010
R. E. SPICER JR.
INVOICE NO. 660498

Regarding: GENERAL CORPORATE

BILLING SUMMARY THROUGH November 30, 2009

Fees For Professional Services	\$924.00
Expenses and Advances	<u>\$7.50</u>
CURRENT BILLING	\$931.50
Previous Balance Due	\$0.00
TOTAL BALANCE DUE	<u>\$931.50</u>

To ensure proper credit, please return remittance page or refer to invoice number when payment is made.
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WILLIAMS MULLEN
P. O. BOX 91719
RICHMOND, VA 23291-1719

SUNTRUST BANK
ABA #: 061000104
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



WILLIAMS MULLEN

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Expenses and Advances	<u>\$7.50</u>
CURRENT BILLING	\$931.50
 Previous Balance Due	 \$0.00
 TOTAL BALANCE DUE	 <u>\$931.50</u>



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0010

DECEMBER 15, 2009
Invoice No: 660498

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
11/03/09	RES	Discuss trademark issues with A. Marino (.2); conference call with C. Perrine and A. Marino re: same (.2).	0.40
11/03/09	AGM	Teleconference with counsel for LandAmerica regarding status of various trademarks (.3).	0.30
11/06/09	AGM	Prepare spreadsheet of trademark status and renewal requirements (.3).	0.30
11/11/09	AGM	Review and revise correspondence to client regarding status of trademarks and upcoming office action and renewal (.6).	0.60
11/11/09	JAH	Prepare letter notifying client of pending trademark office action (.8); analyze and summarize pending action (.5).	1.30
11/13/09	RES	Review letter summarizing status of certain intellectual property filings (.3).	0.30
TOTAL FOR SERVICES			\$924.00



WILLIAMS MULLEN

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LANDAMERICA FINANCIAL GROUP INC

Client: 003697

Matter: 0010

DECEMBER 15, 2009

Invoice No: 660498

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
R. E. SPICER JR.	\$480.00	0.70	\$336.00
AMY G. MARINO	\$295.00	1.20	\$354.00
JAMES A. HERLEY	\$180.00	1.30	\$234.00

DISBURSEMENTS

Photocopies	\$7.50
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TOTAL DISBURSEMENTS \$7.50

TOTAL THIS STATEMENT \$931.50

EXHIBIT C- SECURITIES



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.
Wm. Chadwick Perrine, Esquire
Senior Vice President and Chief Ethics Officer
5600 Cox Road
Glen Allen, Virginia 23060

OCTOBER 13, 2009

003697.0038

R. E. SPICER JR.

INVOICE NO. 650791

Regarding: SECURITIES

BILLING SUMMARY THROUGH September 30, 2009

Fees For Professional Services	\$7,960.50
Expenses and Advances	\$0.00
CURRENT BILLING	\$7,960.50
Previous Balance Due	\$756.00
TOTAL BALANCE DUE	<u>\$8,716.50</u>

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ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.
Wm. Chadwick Perrine, Esquire
Senior Vice President and Chief Ethics Officer
5600 Cox Road
Glen Allen, Virginia 23060

OCTOBER 13, 2009
003697.0038
R. E. SPICER JR.
INVOICE NO. 650791

Regarding: SECURITIES

BILLING SUMMARY THROUGH September 30, 2009

Fees For Professional Services	\$7,960.50
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$7,960.50
Previous Balance Due	\$756.00
TOTAL BALANCE DUE	<u>\$8,716.50</u>



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0038

OCTOBER 13, 2009
Invoice No: 650791

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
09/02/09	RWH	Prepare Post-Effective Amendments for registration statements (.3).	0.30
09/09/09	RES	Telephone conference with A. King re: Form 8-K for proposed plan (.3); analyze SEC disclosure issues (.5); review draft of Form 8-K on filing of disclosure statement and plan (.5); revise Item 8.01 disclosure and e-mail to A. King (.7).	2.00
09/10/09	RES	Brief review of portions of disclosure statement and Chapter 11 plan as exhibits to Form 8-K (.7); e-mails to and from A. King on Form 8-K issues (.5); coordinate EDGAR filing of Form 8-K (.3); conference with M. Rundstrom on EDGARization of exhibits (.4).	1.90
09/10/09	MDR	Edit Word documents of Plan and Disclosure for Exhibits for formatting (1.4); re-create Table of Contents for each document in Word tables (1.2); EDGARize Exhibit 99.2 in HTML format and repaginate document (3.5); edit Form 8-K with Exhibit changes (.2); EDGARize Form 8-K in HTML format (.3); prepare submission header information file (.2).	6.80
09/10/09	NFW	EDGARization of Exhibit 99.1 to Form 8-K dated September 9, 2009 and troubleshoot to determine cause of corruption to document in EDGAREase (2.2); determine footnotes to be causing corruption (.2); remove all footnotes from the document (.3); EDGARize the	3.50



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0038

OCTOBER 13, 2009
Invoice No: 650791

DATE	ATTY	DESCRIPTION	HOURS
		document (.6); e-mail correspondence regarding EDGARization strategies with M. Rundstrom and R. Spicer (.2)	
09/11/09	RES	Preparation of Form 8-K for filing with SEC (1.0); review EDGAR versions of Form 8-K and exhibits (2.0); telephone call to A. King re: Form 8-K revisions (.2).	3.20
09/11/09	NFW	Review, format and clean-up of EDGARized Exhibit 99.1, including adding all footnotes back in and renumbering pages, formatting tables, etc. (3.5); revisions to Exhibit 99.2 and Form 8-K per R. Spicer and A. King's comments (0.7); finalize and PDF and e-mail all to A. King and print out and assemble courier package (0.5).	4.70
09/14/09	RES	Review revised EDGAR version of Exhibit 99.1 (.5); coordinate filing of Form 8-K with SEC (.3).	0.80
09/14/09	MDR	Edit Exhibit 99.1 for page breaks, repagination and table of contents (1.4); e-mail documents to attorney and client for review (.1); electronically file documents with the SEC (.1).	1.60
09/14/09	NFW	Conference with R. Spicer and M. Rundstrom regarding Exhibit 99.1 (.1); telephone call with A. King regarding same (.1).	0.20
09/15/09	RES	Review trading volume and stock price information following filing of Form 8-K (.3).	0.30
09/18/09	RES	Review EDGAR version of Form 8-K filing Monthly Operating Report (.5); edit SEC submission header (.1); conference with N. Wagner re: EDGAR filing (.1).	0.70
09/18/09	NFW	Preparation for EDGARization of Form 8-K dated September 16, 2009 and Exhibit 99.1 including formatting of word documents and conversion of 11 Excel	3.20



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Matter: 0038

OCTOBER 13, 2009
Invoice No: 650791

DATE	ATTY	DESCRIPTION	HOURS
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tables into word, formatting same in preparation for
EDGAR conversion and forward all in html and pdf to S.
Rivera and A. King at LandAmerica (2.7); set up
Submission Information Header and project in EDGAR
for the filing and revisions to same per R. Spicer (0.3);
error check, test file and file via EDGAR with SEC (0.2).

TOTAL FOR SERVICES	\$7,960.50
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ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
R. E. SPICER JR.	\$480.00	8.90	\$4,272.00
R.W. HULCHER	\$295.00	0.30	\$88.50
M. D. RUNDSTROM	\$180.00	8.40	\$1,512.00
NANCY F. WAGNER	\$180.00	11.60	\$2,088.00

TOTAL DISBURSEMENTS	\$0.00
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TOTAL THIS STATEMENT	\$7,960.50
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LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

NOVEMBER 11, 2009

003697.0038

R. E. SPICER JR.

INVOICE NO. 654592

Regarding: SECURITIES

BILLING SUMMARY THROUGH October 31, 2009

Fees For Professional Services	\$8,556.50
Expenses and Advances	\$0.00
CURRENT BILLING	\$8,556.50
Previous Balance Due	\$1,950.08
TOTAL BALANCE DUE	\$10,506.58

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SUNTRUST BANK
ABA #: 061000104
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



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LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

NOVEMBER 11, 2009
003697.0038
R. E. SPICER JR.
INVOICE NO. 654532

Regarding: SECURITIES

BILLING SUMMARY THROUGH October 31, 2009

Fees For Professional Services	\$8,556.50
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$8,556.50
Previous Balance Due	\$1,950.08
TOTAL BALANCE DUE	<u>\$10,506.58</u>



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0038

NOVEMBER 11, 2009
Invoice No: 654532

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
10/06/09	RES	Telephone conference with C. Perrine on SEC disclosure obligations on various matters (.5); analyze upcoming SEC filings (.3).	0.80
10/12/09	RES	Telephone call from C. Perrine re: Form 8-K for B. Evans employment status (.2); prepare draft of Form 8-K and send to C. Perrine (.9); review prior Form 8-K filings by LandAmerica re: B. Evan's employment (.3).	1.40
10/16/09	RES	Review client revisions to Form 8-K (.2); conference with M. Rundstrom re: EDGAR filing of Form 8-K (.2).	0.40
10/16/09	MDR	EDGARize Form 8-K in HTML format (.4).	0.40
10/20/09	RES	Conference with C. Perrine re: Form 8-K issues (.3); coordinate Form 8-K filing with SEC (.2).	0.50
10/20/09	MDR	Edit Form 8-K in HTML format, prepare submission header file and electronically file Form 8-K with the SEC (.1); receive EDGAR Acceptance Notice and forward to client (.1).	0.20
10/22/09	MDR	Convert Excel spreadsheets to Word tables and assemble report (.8); EDGARize Form 8-K in HTML format (.3); EDGARize Report in HTML format (.4); prepare submission header information file (.1); e-mail documents to client for review (.1)	1.70
10/26/09	RES	Review terms of Disclosure Statement and Plan re: securities law implications (2.5); analyze SEC filings to	4.70



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Invoice No: 654532

DATE	ATTY	DESCRIPTION	HOURS
		be made in connection with plan confirmation and effective date of plan (1.5); conference with W. Hulcher re: same (.7).	
10/26/09	RWH	Analyze securities deregistration requirements (.6); analyze remaining filing requirements in light of current bankruptcy timeline (1.5).	2.10
10/27/09	RES	Review SEC authorities and analyze filings in connection with plan confirmation, effective date and deregistration of securities under 1933 and 1934 Acts (2.5); conference with W. Hulcher to discuss same (.8).	3.30
10/27/09	RWH	Analyze remaining filing requirements in light of current bankruptcy timeline (2.5).	2.50
10/29/09	RES	Telephone conference with C. Perrine to discuss Form 12b-25, post-effective amendments to registration statements, Form 8-Ks for confirmation of plan and Monthly Operating Report, and Form 8-K and Form 15 on effective date of plan (.8); analyze issues relating to same with W. Hulcher (.7).	1.50
10/29/09	RWH	Analyze remaining filing requirements in light of current bankruptcy timeline (.5).	0.50
10/30/09	RWH	Analyze requirements for and examples of Form 8-K to be filed on approval of the bankruptcy plan (1.9); analyze which registration statements will need to be terminated by post-effective amendment (.9).	2.00
TOTAL FOR SERVICES			\$8,556.50



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0038

NOVEMBER 11, 2009
Invoice No: 654532

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
R. E. SPICER JR.	\$480.00	12.60	\$6,048.00
R.W. HULCHER	\$295.00	7.10	\$2,094.50
M. D. RUNDSTROM	\$180.00	2.30	\$414.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$8,556.50



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

DECEMBER 15, 2009

003697.0038

R. E. SPICER JR.

INVOICE NO. 660499

Regarding: SECURITIES

BILLING SUMMARY THROUGH November 30, 2009

Fees For Professional Services	\$14,576.00
Expenses and Advances	\$7.70
CURRENT BILLING	<u>\$14,583.70</u>
Previous Balance Due	\$9,750.58
TOTAL BALANCE DUE	<u>\$24,334.28</u>

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P. O. BOX 91719
RICHMOND, VA 23291-1719

SUNTRUST BANK
ABA #: 061000104
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



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William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

DECEMBER 15, 2009
003697.0038
R. E. SPICER JR.
INVOICE NO. 660499

Regarding: SECURITIES

BILLING SUMMARY THROUGH November 30, 2009

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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0038

DECEMBER 15, 2009
Invoice No: 660499

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
11/02/09	RES	Review treatment of equity interests under plan (.3); conference with T. Schwarzschild re: court order and distribution of plan to creditors and equity holders (.3); review recently filed Form 8-Ks upon plan confirmation and analyze disclosure obligations of LandAmerica (.7).	1.30
11/02/09	RWH	Form 8-K analysis and review of forms (.8); preparation of power of attorney for filing post-effective amendments to the outstanding registration statements (.4).	1.20
11/09/09	RES	Review Form 12b-25s for June 30 and September 30 Form 10-Qs (.7); review EDGAR filings for LandAmerica (.5); telephone conference with C. Perrine re: Form 12b-25s (.2); conferences with W. Hulcher re: same (.3); review SEC EDGAR filing notices(.1).	1.80
11/09/09	RWH	Prepare Form 12b-25 filings for 2nd and 3rd quarter Form 10-Q's (.2); review Edgarizing and file 12b-25 filings (.2); prepare registration cancellations (1.7).	2.10
11/09/09	MDR	EDGARize Form 12b-25 for 10-Q period ending June 30, 2009 (.3); EDGARize Form 12b-25 for 10-Q period ending September 30, 2009 (.3); prepare submission header information files (.1); electronically file documents with the Securities and Exchange Commission (.1).	0.80
11/10/09	RWH	Finalize power of attorney (.3); analyze required post-effective amendments (.3); draft post-effective	1.30



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A Professional Corporation

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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0038

DECEMBER 15, 2009
Invoice No: 660499

DATE	ATTY	DESCRIPTION	HOURS
		amendments to terminate registration statements (.7).	
11/11/09	RWH	Analyze requirements for post-effective amendments to terminate registration statements (1.4); draft post-effective amendments (.7).	2.10
11/12/09	RWH	Draft post-effective amendments (2.2).	2.20
11/13/09	RES	Conference with W. Hulcher regarding SEC filings (.4).	0.40
11/13/09	RWH	Analyze status of bankruptcy and resulting securities issues (.4).	0.40
11/14/09	RWH	Draft Form 8-K for court order approving plan (1.9).	1.90
11/16/09	RES	Telephone conference with R. Ramos re: Form 8-K for Monthly Operating Report (.2); conference with W. Hulcher on securities filings (.1).	0.30
11/16/09	RWH	Draft Form 8-K for court order approving plan (1.7).	1.70
11/17/09	RES	Review Form 8-K draft for entry of confirmation order (1.0); review terms of Chapter 11 plan (.7).	1.70
11/18/09	RES	Preparation and drafting of Form 8-K for confirmation of plan (1.2); review SEC rules relating to filing Form 15 (.4); conference with W. Hulcher re: Form 8-K (.2); review e-mail from client with Monthly Operating Report (.3); e-mails regarding Form 8-K filing of Monthly Operating Report (.2); review Plan and Disclosure Statement re: Form 8-K for plan confirmation (.5).	2.80
11/18/09	RWH	Review and revise Form 8-K for court order approving plan (.6).	0.60
11/18/09	MDR	EDGARize Form 8-K in HTML format (.2); convert Excel spreadsheets to Word tables (.5); assemble report (.2); EDGARize Exhibit 99.1 in HTML format (.6); email	1.70



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LANDAMERICA FINANCIAL GROUP INC

Client: 003697

Matter: 0038

DECEMBER 15, 2009

Invoice No: 660499

DATE	ATTY	DESCRIPTION	HOURS
		documents to client for review and approval (.1); electronically file Form 8-K and exhibit with the Securities and Exchange Commission (.1).	
11/19/09	RES	Review Wilkie Farr comments on Form 8-K (.4); call to C. Perrine re: same (.1); review power of attorney for 1933 Act deregistrations (.3); conference with W. Hulcher re: various SEC issues (.2).	1.00
11/19/09	RWH	Review and discuss revisions to Form 8-K (.5); revise power of attorney for registration statement amendments (.1).	0.60
11/20/09	RES	Telephone call to C. Perrine re: Form 8-K issues (.2).	0.20
11/21/09	RWH	Draft Form 8-K for effective date of plan (1.7).	1.70
11/23/09	RES	Follow up on Form 8-K for plan confirmation (.2); review e-mails with order and final plan attached (.3); review draft of Form 8-K to be filed on the Effective Date of the Chapter 11 Plan and analyze disclosure issues (.8).	1.30
11/23/09	RWH	Draft Form 8-K for effective date of plan (.4); discuss securities filing issues (.2).	0.60
11/23/09	MDR	EDGARize Order and Plan in HTML format (1.9).	1.90
11/25/09	MDR	Edit HTML version of Plan for formatting (.8).	0.80
11/27/09	RWH	Draft amendments terminating outstanding registration statements (2.1).	2.10
11/29/09	RWH	Draft amendments terminating outstanding registration statements (1.3); draft Form 15 deregistering entity (.3); review Edgarization of exhibits to Form 8-K for court order confirming plan (.6).	2.20
11/30/09	RES	Review and provide comments on drafts of Form 15 and	4.40



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0038

DECEMBER 15, 2009
Invoice No: 660499

DATE	ATTY	DESCRIPTION	HOURS
		post-effective amendments to 1933 Act registration statements to deregister securities (1.8); telephone calls to C. Perrine re: Form 8-K for confirmation order (.3); conferences with W. Hulcher re: SEC filing issues (.3); review revised draft of Form 8-K with comments from Willkie Farr and McGuire Woods and prepare final draft of Form 8-K (1.5); e-mails to C. Perrine and coordinate filing of Form 8-K with SEC (.5).	
11/30/09	RWH	Review revisions to Form 8-K announcing confirmation order (.2); revise and forward registration statement amendments (.3).	0.50
11/30/09	MDR	EDGARize Form 8-K in HTML format(.3); prepare submission header information file and assemble project for test filing (.1); electronically file Form 8-K with the Securities and Exchange Commission (.1).	0.50
TOTAL FOR SERVICES			\$14,576.00

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
R. E. SPICER JR.	\$480.00	15.20	\$7,296.00
R.W. HULCHER	\$295.00	21.20	\$6,254.00
M. D. RUNDSTROM	\$180.00	5.70	\$1,026.00



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0038

DECEMBER 15, 2009
Invoice No: 660499

DISBURSEMENTS

SEARCHES	\$7.70
TOTAL DISBURSEMENTS	\$7.70
TOTAL THIS STATEMENT	\$14,583.70



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LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

DECEMBER 23, 2009

003697.0038

R. E. SPICER JR.

INVOICE NO. 661596

Regarding: SECURITIES

BILLING SUMMARY THROUGH December 6, 2009

Fees For Professional Services	\$1,020.00
Expenses and Advances	\$0.00
CURRENT BILLING	\$1,020.00
Previous Balance Due	\$24,334.28
TOTAL BALANCE DUE	\$25,354.28

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SUNTRUST BANK
ABA #: 061000104
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



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William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

DECEMBER 23, 2009
003697.0038
R. E. SPICER JR.
INVOICE NO. 661596

Regarding: SECURITIES

BILLING SUMMARY THROUGH December 6, 2009

Fees For Professional Services	\$1,020.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$1,020.00
Previous Balance Due	\$24,334.28
TOTAL BALANCE DUE	<u>\$25,354.28</u>



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NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0038

DECEMBER 23, 2009
Invoice No: 661596

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
12/03/09	RES	Review Form 8-K for Effective Date (.3).	0.30
12/04/09	RES	Review SEC filing of Post-Effective amendments deregistering securities sold under various registration statements (.7).	0.70
12/04/09	MDR	EDGARize Registration No. Registration No. 333-50004 in HTML format (.3); EDGARize Registration No. 333- 49624 in HTML format (.3); EDGARize Registration No. 333-43811 in HTML format (.3); EDGARize Registration No. 333-134614 in HTML format (.3); EDGARize Registration No. 333-130312 in HTML format (.3); EDGARize Registration No. 333-89959 in HTML format (.3); EDGARize Registration No. 333-59055 in HTML format (.3); EDGARize Exhibit 24 in HTML format (.1); assemble project submission header information file for each registration statement (.4); edit documents with changes and corrections (.2) electronically file registration statements with the Securities and Exchange Commission (.2)	3.00
TOTAL FOR SERVICES			\$1,020.00



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LANDAMERICA FINANCIAL GROUP INC

Client: 003697

Matter: 0038

DECEMBER 23, 2009

Invoice No: 661596

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
R. E. SPICER JR.	\$480.00	1.00	\$480.00
M. D. RUNDSTROM	\$180.00	3.00	\$540.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$1,020.00



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LandAmerica Financial Group, Inc.
5600 Cox Rd.
Glen Allen, VA 23060

JANUARY 12, 2010

003697.0038

R. E. SPICER JR.

INVOICE NO. 663687

Regarding: SECURITIES

BILLING SUMMARY THROUGH December 6, 2009

Fees For Professional Services	\$1,246.50
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$1,246.50
Previous Balance Due	\$25,354.28
TOTAL BALANCE DUE	<u>\$26,600.78</u>

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LandAmerica Financial Group, Inc.
5600 Cox Rd.
Glen Allen, VA 23060

JANUARY 12, 2010
003697.0038
R. E. SPICER JR.
INVOICE NO. 663687

Regarding: SECURITIES

BILLING SUMMARY THROUGH December 6, 2009

Fees For Professional Services	\$1,246.50
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$1,246.50
Previous Balance Due	\$25,354.28
TOTAL BALANCE DUE	<u>\$26,600.78</u>



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LANDAMERICA FINANCIAL GROUP INC

Client: 003697

Matter: 0038

JANUARY 12, 2010

Invoice No: 663687

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
12/04/09	RWH	Telephone conferences with C. Perrine regarding finalizing and filing post-effective amendments to registration statements (.3); finalize power of attorney as exhibit filing (.2); finalize post-effective amendments (.3); review and coordinate edgarization process for all amendments (1.9).	2.70
12/04/09	NFW	Preparation for, and EDGARization of, S-8 POS for 423 Employee Stock Purchase Plan, preparation of submission header information, revisions to same and file same via EDGAR with SEC (0.5); preparation for, and EDGARization of, S-8 POS for 2000 Stock Incentive Plan #2, preparation of submission header information, revisions to same and file same via EDGAR with SEC (0.4); preparation for, and EDGARization of, S-8 POS for 2000 Stock Incentive Plan, preparation of submission header information, revisions to same and file same via EDGAR with SEC (0.4); preparation for, and EDGARization of, S-8 POS for Executive Voluntary Deferral Plan, preparation of submission header information, revisions to same and file same via EDGAR with SEC (0.4); preparation for, and EDGARization of, S-8 POS for Outside Directors Deferral Plan, preparation of submission header information, revisions to same and file same via EDGAR with SEC (0.4); preparation for, and EDGARization of, S-8 POS for Savings and Stock Ownership Plan, preparation of submission header	2.50



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0038

JANUARY 12, 2010
Invoice No: 663687

DATE	ATTY	DESCRIPTION	HOURS
		information, revisions to same and file same via EDGAR with SEC (0.4).	
		TOTAL FOR SERVICES	\$1,246.50

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
R.W. HULCHER	\$295.00	2.70	\$796.50
NANCY F. WAGNER	\$180.00	2.50	\$450.00
	TOTAL DISBURSEMENTS		\$0.00
	TOTAL THIS STATEMENT		\$1,246.50

EXHIBIT C- CASH BALANCE PLAN



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LandAmerica Financial Group, Inc.
Wm. Chadwick Perrine, Esquire
Senior Vice President and Chief Ethics Officer
5600 Cox Road
Glen Allen, Virginia 23060

OCTOBER 13, 2009

003697.0115

R. E. SPICER JR.

INVOICE NO. 650792

Regarding: CASH BALANCE PLAN

BILLING SUMMARY THROUGH September 30, 2009

Fees For Professional Services	\$12,328.00
Expenses and Advances	\$0.00
CURRENT BILLING	\$12,328.00
Previous Balance Due	\$1,525.65
TOTAL BALANCE DUE	\$13,853.65

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Wm. Chadwick Perrine, Esquire
Senior Vice President and Chief Ethics Officer
5600 Cox Road
Glen Allen, Virginia 23060

OCTOBER 13, 2009
003697.0115
R. E. SPICER JR.
INVOICE NO. 650792

Regarding: CASH BALANCE PLAN

BILLING SUMMARY THROUGH September 30, 2009

Fees For Professional Services	\$12,328.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$12,328.00
Previous Balance Due	\$1,525.65
TOTAL BALANCE DUE	<u>\$13,853.65</u>



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A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0115

OCTOBER 13, 2009
Invoice No: 650792

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
09/01/09	EPH	Draft 415 amendment to the Cash Balance Plan to comply with changes under Code Section 415 (1.5).	1.50
09/02/09	BMD	Review of Plan and analysis of required amendments (1.8); prepare amendments (1.0).	2.80
09/08/09	BMD	Carter QDRO review (1.0); prepare Plan amendments (2.5).	3.50
09/09/09	BMD	Correspondence with M. Maslak regarding Plan amendments (.5); prepare amendments (3.0).	3.50
09/10/09	BMD	Bunn QDRO review (1.5); revise Plan amendments (1.8); Carter QDRO review (1.5).	4.80
09/10/09	EPH	Review prior IRS correction to the benefit limits section of the Plan to determine what language must be amended to comply with the final regulations under Code Section 415 (1.0).	1.00
09/10/09	EPH	Draft amendment to the Pension Plan for the final regulations under Code Section 415 on benefit limitations (1.5).	1.50
09/11/09	BMD	Prepare Plan amendments (2.0); analysis of required PPA amendments (2.8).	4.80
09/11/09	EPH	Draft amendment to the LandAmerica Cash Balance Plan to amend the Plan's benefit limits section to comply with the changes in the regulations under Code Section 415	1.40



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0115

OCTOBER 13, 2009
Invoice No: 650792

DATE	ATTY	DESCRIPTION	HOURS
		(1.4).	
09/11/09	EPH	Draft board resolutions to the Plan to adopt the 415 amendment and the IRS correction amendments as part of the determination letter process (1.0).	1.00
09/11/09	EPH	Edit board resolutions to adopt amendments to the Plan and send to client (.4).	0.40
09/14/09	BMD	Review and analysis of M. Maslak's questions regarding Plan amendments (1.0); analysis of compliance with IRS determination letter amendment requirements (1.5).	2.50
09/14/09	EPH	E-mail correspondence re: Code Section 415 amendment (.5).	0.50
09/14/09	EPH	Revise amendment to the Cash Balance Plan to comply with the limits under Code Section 415 (1.7).	1.70
09/18/09	BMD	Saba QDRO review (1.0); prepare rollover notice (.7).	1.70
09/18/09	EPH	Draft and send special tax notice for rollovers from the Plan (.2).	0.20
09/21/09	BMD	QDRO review (.4); analysis of 402(f) notice (.4); analysis of year-end amendments (1.0).	1.80
09/29/09	BMD	Analysis of pre-nuptial waiver of benefit question (1.2); analysis of Kennedy case application (1.0).	2.20
TOTAL FOR SERVICES			\$12,328.00



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0115

OCTOBER 13, 2009
Invoice No: 650792

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
B. M. DEWITT	\$370.00	27.60	\$10,212.00
ELINOR P. HINDSLEY	\$230.00	9.20	\$2,116.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$12,328.00



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LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

NOVEMBER 11, 2009

003697.0115

R. E. SPICER JR.

INVOICE NO. 654583

Regarding: CASH BALANCE PLAN

BILLING SUMMARY THROUGH October 31, 2009

Fees For Professional Services	\$11,563.00
Expenses and Advances	\$0.00
CURRENT BILLING	<u>\$11,563.00</u>
Previous Balance Due	\$3,374.85
TOTAL BALANCE DUE	<u>\$14,937.85</u>

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ABA #: 061000104
ACCOUNT #: 201145499

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LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

NOVEMBER 11, 2009
003697.0115
R. E. SPICER JR.
INVOICE NO. 654533

Regarding: CASH BALANCE PLAN

BILLING SUMMARY THROUGH October 31, 2009

Fees For Professional Services	\$11,563.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$11,563.00
Previous Balance Due	\$3,374.85
TOTAL BALANCE DUE	<u>\$14,937.85</u>



WILLIAMS MULLEN

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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0115

NOVEMBER 11, 2009
Invoice No: 654533

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
10/06/09	BMD	Analysis of Scott QDRO calculation issue (2.5).	2.50
10/07/09	BMD	Analysis of M. Maslak's QDRO questions (2.8).	2.80
10/08/09	BMD	Analysis of M. Maslak's question regarding IRS-required amendment to benefit calculation method (.5).	0.50
10/09/09	BMD	Analysis of Scott QDRO question (.8).	0.80
10/12/09	CMM	Review PPA amendments (1.0).	1.00
10/15/09	BMD	Dewing QDRO review (1.5).	1.50
10/21/09	NM	Work on required PPA, HEART Act and WRERA amendments (2.5).	2.50
10/21/09	CGP	Draft plan amendment to comply with Pension Protection Act and Heart Act (1.0); review rules regarding Qualified Optional Survivor Annuity (1.0).	2.00
10/23/09	BMD	Review and analysis of Williams QDRO and M. Maslak's questions (2.5).	2.50
10/23/09	CGP	Draft plan amendment to comply with Pension Protection Act (1.5); review funding rule changes (.5).	2.00
10/27/09	BMD	Analysis of M. Maslak's QDRO procedures question (.5); research (.8); prepare QDRO procedures (2.5).	3.80
10/28/09	BMD	Prepare QDRO procedures (2.0); prepare plan amendments (.5).	2.50



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0115

NOVEMBER 11, 2009
Invoice No: 654533

DATE	ATTY	DESCRIPTION	HOURS
10/28/09	EPH	Draft an amendment to the LFG Cash Balance Plan for the Heart Act and the PPA (1.0).	1.00
10/28/09	EPH	Draft, review and edit PPA amendment to the Cash Balance Plan (1.0).	1.00
10/29/09	BMD	Analysis of Carter QDRO issue (.5); analysis of PPA requirements and prepare plan amendments (2.0).	2.50
10/29/09	EPH	Draft and review amendment to the LFG Cash Balance Plan to comply with the Pension Protection Act and the HEART Act (1.5).	1.50
10/29/09	EPH	Draft an amendment to the LFG Cash Balance Plan to comply with the Pension Protection Act and the Heart Act, including determining that the Heart Act optional benefit accrual provisions do not apply to the plan (1.0).	1.00
10/30/09	BMD	Prepare PPA amendments (1); prepare QDRO procedures (2).	3.00
10/30/09	EPH	Draft amendment to the LFG Cash Balance Plan, including amending provisions for the HEART ACT and the PPA (.5); draft letter to client explaining the amendment and choices for the amendment (.5).	1.00
TOTAL FOR SERVICES			\$11,563.00



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0115

NOVEMBER 11, 2009
Invoice No: 654533

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
C. M. MARRIOTT	\$480.00	1.00	\$480.00
B. M. DEWITT	\$370.00	22.40	\$8,288.00
N. MASSENGILL	\$340.00	2.50	\$850.00
ELINOR P. HINDSLEY	\$230.00	5.50	\$1,265.00
C. G. POLLOCK	\$170.00	4.00	\$680.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$11,563.00



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LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

DECEMBER 15, 2009

003697.0115

R. E. SPICER JR.

INVOICE NO. 660500

Regarding: CASH BALANCE PLAN

BILLING SUMMARY THROUGH November 30, 2009

Fees For Professional Services	\$13,929.00
Expenses and Advances	\$0.00
CURRENT BILLING	<u>\$13,929.00</u>
Previous Balance Due	\$13,412.20
TOTAL BALANCE DUE	<u>\$27,341.20</u>

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DECEMBER 15, 2009
003697.0115
R. E. SPICER JR.
INVOICE NO. 660500

Regarding: CASH BALANCE PLAN

BILLING SUMMARY THROUGH November 30, 2009

Fees For Professional Services	\$13,929.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$13,929.00
Previous Balance Due	\$13,412.20
TOTAL BALANCE DUE	<u>\$27,341.20</u>



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0115

DECEMBER 15, 2009
Invoice No: 660500

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
11/02/09	BMD	Analysis of market rate of interest issue (.5).	0.50
11/03/09	BMD	Review of file regarding Williams QDRO at request of M. Maslak (.2).	0.20
11/04/09	BMD	Review of SPD (1.3).	1.30
11/05/09	BMD	Research and analysis regarding PPA market rate of interest issue (3.8).	3.80
11/06/09	BMD	Analysis of PPA interest rate issue and conference with J. Schumaker and M. Maslak.	1.70
11/10/09	BMD	Analysis of Mercer's question regarding the Williams QDRO (.8); review of IRS interest rate guidance (1.0).	1.80
11/11/09	BMD	Prepare PPA amendments (1.2).	1.20
11/11/09	EPH	Draft an amendment to the Plan to comply with the cash balance plan provisions of the PPA (1.0).	1.00
11/12/09	BMD	Analysis of QDRO issues and prepare plan amendments (2.0).	2.00
11/13/09	BMD	Prepare plan amendments (.5); research regarding PPA cash balance changes (.5); research regarding 411(d)(6) issue regarding QOSA change (2.0).	3.00
11/13/09	EPH	Research cash balance plan provisions to determine if the plan must be amended for any PPA cash balance plan changes (1.0); draft, edit and review amendment (.2);	1.40



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LANDAMERICA FINANCIAL GROUP INC

Client: 003697

Matter: 0115

DECEMBER 15, 2009

Invoice No: 660500

DATE	ATTY	DESCRIPTION	HOURS
		prepare cover letter explaining the amendment and send to client (.2).	
11/16/09	CMM	Conference with B. DeWitt regarding consent rule (.2).	0.20
11/16/09	BMD	Analysis of M. Maslak's questions regarding plan amendments (2.5).	2.50
11/16/09	EPH	Revise Cash Balance Plan PPA amendment to reflect a default qualified joint and survivor annuity of 100% (.7).	0.70
11/17/09	BMD	Analysis of QDRO issue (.5); conference with M. Maslak and review of plan amendments (1.0).	1.50
11/18/09	BMD	Research and analysis regarding QOSA and 411(d)(6) issue (1.5).	1.50
11/23/09	BMD	Analysis of QOSA and 411(d)(6) issue (2.5).	2.50
11/24/09	BMD	Review of Mercer letter regarding early retirement and optional forms of benefit (.8); analysis of need to provide optional forms of benefit and possible correction (1.5); conference with M. Maslak (.2); analysis of M. Maslak's QDRO questions (1.2); prepare written advice (.2); analysis of PPA amendment question (.3)	4.20
11/25/09	BMD	Analysis of protected benefits issues (1.5).	1.50
11/30/09	CMM	Conference with B. DeWitt regarding optional forms of benefit (.2).	0.20
11/30/09	BMD	Conference with M. Maslak and J. Schumacher (.8); research and analysis regarding elimination of optional forms of benefit (2.5); analysis of correction options (2.5); conference with M. Maslak (.2).	6.00
TOTAL FOR SERVICES			\$13,929.00



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0115

DECEMBER 15, 2009
Invoice No: 660500

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
C. M. MARRIOTT	\$480.00	0.40	\$192.00
B. M. DEWITT	\$370.00	35.20	\$13,024.00
ELINOR P. HINDSLEY	\$230.00	3.10	\$713.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$13,929.00



WILLIAMS MULLEN

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LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

DECEMBER 23, 2009

003697.0115

R. E. SPICER JR.

INVOICE NO. 661597

Regarding: CASH BALANCE PLAN

BILLING SUMMARY THROUGH December 6, 2009

Fees For Professional Services	\$595.00
Expenses and Advances	\$0.00
CURRENT BILLING	<u>\$595.00</u>
Previous Balance Due	\$27,341.20
TOTAL BALANCE DUE	<u>\$27,936.20</u>

To ensure proper credit, please return remittance page or refer to invoice number when payment is made.

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WILLIAMS MULLEN
P. O. BOX 91719
RICHMOND, VA 23291-1719

SUNTRUST BANK
ABA #: 061000104
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



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William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

DECEMBER 23, 2009
003697.0115
R. E. SPICER JR.
INVOICE NO. 661597

Regarding: CASH BALANCE PLAN

BILLING SUMMARY THROUGH December 6, 2009

Fees For Professional Services	\$595.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$595.00
 Previous Balance Due	 \$27,341.20
 TOTAL BALANCE DUE	 <u>\$27,936.20</u>



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0115

DECEMBER 23, 2009
Invoice No: 661597

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
12/03/09	CGP	Revise General SPD and Commonwealth Title and Lawyers Title SPDs to reflect recent amendments and changing plan sponsorship; revise Pension Protection Act amendment to amend Prior Plan terms; send SPDs and plan amendment to M. Maslak.	3.50
TOTAL FOR SERVICES			\$595.00

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
C. G. POLLOCK	\$170.00	3.50	\$595.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$595.00



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LandAmerica Financial Group, Inc.
5600 Cox Rd.
Glen Allen, VA 23060

JANUARY 12, 2010
003697.0115
R. E. SPICER JR.
INVOICE NO. 663688

Regarding: CASH BALANCE PLAN

BILLING SUMMARY THROUGH December 6, 2009

Fees For Professional Services	\$2,220.00
Expenses and Advances	\$0.00
CURRENT BILLING	<u>\$2,220.00</u>
Previous Balance Due	\$27,936.20
TOTAL BALANCE DUE	<u>\$30,156.20</u>

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ACCOUNT #: 201145499

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LandAmerica Financial Group, Inc.
5600 Cox Rd.
Glen Allen, VA 23060

JANUARY 12, 2010
003697.0115
R. E. SPICER JR.
INVOICE NO. 663688

Regarding: CASH BALANCE PLAN

BILLING SUMMARY THROUGH December 6, 2009

Fees For Professional Services	\$2,220.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$2,220.00
Previous Balance Due	\$27,936.20
TOTAL BALANCE DUE	<u>\$30,156.20</u>



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0115

JANUARY 12, 2010
Invoice No: 663688

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
12/03/09	BMD	Prepare plan amendments and summary plan descriptions (3.5).	3.50
12/04/09	BMD	Review of Escobedo QDRO (1.0); review of SPDs and plan amendments (1.5).	2.50
TOTAL FOR SERVICES			\$2,220.00

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
B. M. DEWITT	\$370.00	6.00	\$2,220.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$2,220.00

EXHIBIT C- EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN



WILLIAMS MULLEN

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LandAmerica Financial Group, Inc.
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Senior Vice President and Chief Ethics Officer
5600 Cox Road
Glen Allen, Virginia 23060

OCTOBER 13, 2009

003697.0116

R. E. SPICER JR.

INVOICE NO. 650793

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

BILLING SUMMARY THROUGH September 30, 2009

Fees For Professional Services	\$925.00
Expenses and Advances	\$0.00
CURRENT BILLING	\$925.00
Previous Balance Due	\$1,607.25
TOTAL BALANCE DUE	\$2,532.25

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SUNTRUST BANK
ABA #: 061000104
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



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LandAmerica Financial Group, Inc.
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Senior Vice President and Chief Ethics Officer
5600 Cox Road
Glen Allen, Virginia 23060

OCTOBER 13, 2009
003697.0116
R. E. SPICER JR.
INVOICE NO. 650793

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

BILLING SUMMARY THROUGH September 30, 2009

Fees For Professional Services	\$925.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$925.00
Previous Balance Due	\$1,607.25
TOTAL BALANCE DUE	<u>\$2,532.25</u>



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0116

OCTOBER 13, 2009
Invoice No: 650793

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
09/18/09	BMD	Langgle QDRO review (1.0); prepare rollover notice (.5).	1.50
09/25/09	BMD	Review of revised Langgle QDRO (1.0).	1.00
TOTAL FOR SERVICES			\$925.00

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
B. M. DEWITT	\$370.00	2.50	\$925.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$925.00



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William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

NOVEMBER 11, 2009

003697.0116

R. E. SPICER JR.

INVOICE NO. 654534

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

BILLING SUMMARY THROUGH October 1, 2009

Fees For Professional Services	\$1,110.00
Expenses and Advances	\$0.00
CURRENT BILLING	\$1,110.00
Previous Balance Due	\$1,746.00
TOTAL BALANCE DUE	\$2,856.00

To ensure proper credit, please return remittance page or refer to invoice number when payment is made.
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ABA #: 061000104
ACCOUNT #: 201145499

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William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

NOVEMBER 11, 2009
003697.0116
R. E. SPICER JR.
INVOICE NO. 654534

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

BILLING SUMMARY THROUGH October 31, 2009

Fees For Professional Services	\$1,110.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$1,110.00
 Previous Balance Due	 \$1,746.00
 TOTAL BALANCE DUE	 <u>\$2,856.00</u>



WILLIAMS MULLEN

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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0116

NOVEMBER 11, 2009
Invoice No: 654534

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
10/05/09	BMD	Analysis of M. Maslak's QDRO questions (1.5).	1.50
10/07/09	BMD	Analysis of QDRO issue (.5).	0.50
10/15/09	BMD	QDRO review (1.0).	1.00
TOTAL FOR SERVICES			\$1,110.00

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
B. M. DEWITT	\$370.00	3.00	\$1,110.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$1,110.00



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William Chadwick Perrine, Esq.
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Glen Allen, VA 23060

DECEMBER 15, 2009

003697.0116

R. E. SPICER JR.

INVOICE NO. 660501

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

BILLING SUMMARY THROUGH November 30, 2009

Fees For Professional Services	\$185.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$185.00
Previous Balance Due	\$1,248.75
TOTAL BALANCE DUE	<u>\$1,433.75</u>

To ensure proper credit, please return remittance page or refer to invoice number when payment is made.

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RICHMOND, VA 23291-1719

SUNTRUST BANK

ABA #: 061000104

ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



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William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

DECEMBER 15, 2009
003697.0116
R. E. SPICER JR.
INVOICE NO. 660501

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

BILLING SUMMARY THROUGH November 30, 2009

Fees For Professional Services	\$185.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$185.00
 Previous Balance Due	 \$1,248.75
 TOTAL BALANCE DUE	 <u>\$1,433.75</u>



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0116

DECEMBER 15, 2009
Invoice No: 660501

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS
11/09/09	BMD	Review and analysis of H. Carter's e-mail regarding QDRO (.5).	0.50
TOTAL FOR SERVICES			\$185.00

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
B. M. DEWITT	\$370.00	0.50	\$185.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$185.00

EXHIBIT C- SIGNATURE ACQUISITION CORP.- LOAN



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.
Wm. Chadwick Perrine, Esquire
Senior Vice President and Chief Ethics Officer
5600 Cox Road
Glen Allen, Virginia 23060

OCTOBER 13, 2009

003697.0333

R. E. SPICER JR.

INVOICE NO. 650794

Regarding: SIGNATURE ACQUISITION CORP.-LOAN

BILLING SUMMARY THROUGH September 30, 2009

Fees For Professional Services	\$111.00
Expenses and Advances	\$0.00
CURRENT BILLING	\$111.00
Previous Balance Due	\$0.00
TOTAL BALANCE DUE	\$111.00

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WILLIAMS MULLEN
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RICHMOND, VA 23291-1719

SUNTRUST BANK
ABA #: 061000104
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



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LandAmerica Financial Group, Inc.
Wm. Chadwick Perrine, Esquire
Senior Vice President and Chief Ethics Officer
5600 Cox Road
Glen Allen, Virginia 23060

OCTOBER 13, 2009
003697.0333
R. E. SPICER JR.
INVOICE NO. 650794

Regarding: SIGNATURE ACQUISITION CORP.-LOAN

BILLING SUMMARY THROUGH September 30, 2009

Fees For Professional Services	\$111.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$111.00
Previous Balance Due	\$0.00
TOTAL BALANCE DUE	<u>\$111.00</u>



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0333

OCTOBER 13, 2009
Invoice No: 650794

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
08/31/09	MEC	Receipt, review and analysis of written and oral inquiries from borrower's counsel pertaining to loan payoff and lien release; communication with client regarding same and development of strategy for proceeding.	0.30	\$111.00
TOTAL FOR SERVICES				\$111.00

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
M. E. CHEEK	\$370.00	0.30	\$111.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$111.00

EXHIBIT C- BANKRUPTCY



WILLIAMS MULLEN

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LandAmerica Financial Group, Inc.
Wm. Chadwick Perrine, Esquire
Senior Vice President and Chief Ethics Officer
5600 Cox Road
Glen Allen, Virginia 23060

OCTOBER 13, 2009

003697.0356

R. E. SPICER JR.

INVOICE NO. 650795

Regarding: **BANKRUPTCY**

BILLING SUMMARY THROUGH September 30, 2009

Fees For Professional Services	\$2,805.00
Expenses and Advances	<u>\$52.05</u>
CURRENT BILLING	\$2,857.05
Previous Balance Due	\$1,809.52
TOTAL BALANCE DUE	<u>\$4,666.57</u>

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SUNTRUST BANK
ABA #: 061000104
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



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LandAmerica Financial Group, Inc.
Wm. Chadwick Perrine, Esquire
Senior Vice President and Chief Ethics Officer
5600 Cox Road
Glen Allen, Virginia 23060

OCTOBER 13, 2009
003697.0356
R. E. SPICER JR.
INVOICE NO. 650795

Regarding: BANKRUPTCY

BILLING SUMMARY THROUGH September 30, 2009

Fees For Professional Services	\$2,805.00
Expenses and Advances	<u>\$52.05</u>
CURRENT BILLING	\$2,857.05
Previous Balance Due	\$1,809.52
TOTAL BALANCE DUE	<u>\$4,666.57</u>



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0356

OCTOBER 13, 2009
Invoice No: 650795

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
09/01/09	RES	Preparation of Monthly Fee Request for July 2009 (.5); review invoices in Word and Excel formats (.4); e-mail Monthly Fee Request to client and interested parties (.5).	1.40	\$672.00
09/04/09	RJN	Review docket to ensure that Order confirming Second Interim Fee Application had been entered (.1); correspond with Court Clerk regarding same (.1).	0.20	\$46.00
09/10/09	RES	Prepare Monthly Fee Request for August 2009 (.5); review billing in WORD and Excel formats (.4); preparation of e-mail distribution of Monthly Fee Request with attachments (.5).	1.40	\$672.00
09/10/09	RES	Analysis of benefit plan issues in light of filing of Chapter 11 plan (.4).	0.40	\$192.00
09/10/09	RJN	Correspond with Bankruptcy Court clerk to ensure that Order for Interim Fee Application has been signed by Judge and properly docketed (.1); review LandAmerica docket (.1).	0.20	\$46.00
09/11/09	RES	Review entry of bankruptcy order (.1); e-mail to J. Noble on preparation of third interim application for compensation (.1).	0.20	\$96.00



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0356

OCTOBER 13, 2009
Invoice No: 650795

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
09/11/09	RJN	Draft Third Interim Application for fees and expenses incurred from June 1 through August 31, 2009 (1.8); calculate total hours and fees for interim period in preparation of exhibits (.5); review Interim Compensation Order to determine filing deadline for application (.2)	2.50	\$575.00
09/14/09	RJN	Draft Notice of Third Interim Fee Application and Hearing Thereon (1.0); review and revise Third Interim Fee Application (.6); calculate fees and expenses owed to firm and review all calculations in exhibits (.6).	2.20	\$506.00
TOTAL FOR SERVICES				\$2,805.00

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
R. E. SPICER JR.	\$480.00	3.40	\$1,632.00
ROBERT J. NOBLE	\$230.00	5.10	\$1,173.00

DISBURSEMENTS

Photocopies	\$52.05
-------------	---------



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0356

OCTOBER 13, 2009
Invoice No: 650795

TOTAL DISBURSEMENTS \$52.05

TOTAL THIS STATEMENT \$2,857.05



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LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

NOVEMBER 11, 2009

003697.0356

R. E. SPICER JR.

INVOICE NO. 654555

Regarding: BANKRUPTCY

BILLING SUMMARY THROUGH October 31, 2009

Fees For Professional Services	\$4,136.00
Expenses and Advances	\$53.57
CURRENT BILLING	<u>\$4,189.57</u>
Previous Balance Due	\$2,230.25
TOTAL BALANCE DUE	<u>\$6,419.82</u>

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ABA #: 061000104
ACCOUNT #: 201145499

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LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

NOVEMBER 11, 2009
003697.0356
R. E. SPICER JR.
INVOICE NO. 654535

Regarding: BANKRUPTCY

BILLING SUMMARY THROUGH October 31, 2009

Fees For Professional Services	\$4,136.00
Expenses and Advances	<u>\$53.57</u>
CURRENT BILLING	\$4,189.57
 Previous Balance Due	 \$2,230.25
 TOTAL BALANCE DUE	 <u>\$6,419.82</u>



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0356

NOVEMBER 11, 2009
Invoice No: 654535

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
10/06/09	RES	Review notice of rescheduled date for hearings (.2); e-mail to and from J. Noble on interim fee application (.2).	0.40	\$192.00
10/06/09	RJN	Revise Third Interim Fee Application to reflect September 30th payment by LandAmerica (.3); revise Notice of Fee Application to add hearing date of November 18th (.5); correspond with R. Blair at McGuireWoods to arrange for service (.4); review Third Interim Fee Application to double check numbers and calculations (.5).	1.70	\$391.00
10/08/09	RES	Review and revise Third Interim Application for Compensation and Notice (1.4).	1.40	\$672.00
10/09/09	RJN	Review and revise Third Interim Fee Application to reflect R. Spicer's changes (.2).	0.20	\$46.00
10/12/09	WHS	Brief review of pleadings and docket (.3).	0.30	\$144.00
10/12/09	RJN	Review and revise Third Interim Fee Application to include information on LandAmerica's payment of August bills (.2).	0.20	\$46.00
10/14/09	RES	Address filing of Third Interim Fee Application and accompanying Notice (.2); preparation of Monthly Fee Request for September (1.2); distribute Monthly Fee	1.70	\$816.00



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0356

NOVEMBER 11, 2009
Invoice No: 654535

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
		Request by e-mail (.3).		
10/14/09	RJN	Review and finalize Third Interim Application and Notice thereof (.3); compile all exhibits to be attached to Application (.4); preparation of filing (.1); arrange for service with Richard Blair at McGuireWoods (.2).	1.00	\$230.00
10/15/09	RES	Review final filed Fee Application and Notice (.4); e-mail regarding hearing (.1).	0.50	\$240.00
10/15/09	RJN	Electronically file Third Interim Fee Application and Notice of Hearing with U.S. Bankruptcy Court of the Eastern District of Virginia (.3); correspond with R. Blair regarding certificate of service (.3).	0.60	\$138.00
10/16/09	RES	Review e-mails on service of fee application and notice and other professional fee applications (.3).	0.30	\$144.00
10/23/09	RES	Review of Disclosure Statement and Notice (1.5); conference with T. Schwarzschild on bankruptcy matters relating to plan approval (.2).	1.70	\$816.00
10/26/09	RES	Analyze terms of plan relating to submission of professional fees in connection with confirmation and effective date of plan (.4).	0.40	\$192.00
10/27/09	RJN	Review Joint Chapter 11 Plan for LandAmerica in preparation of filing Final Fee Application as Special Corporate Counsel (.3).	0.30	\$69.00

TOTAL FOR SERVICES \$4,136.00



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0356

NOVEMBER 11, 2009
Invoice No: 654535

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
W. SCHWARZSCHILD III	\$480.00	0.30	\$144.00
R. E. SPICER JR.	\$480.00	6.40	\$3,072.00
ROBERT J. NOBLE	\$230.00	4.00	\$920.00

DISBURSEMENTS

DESCRIPTION	AMOUNT
Courier Service - - VENDOR: LASERSHIP, INC.	\$21.17
Photocopies	\$32.40
TOTAL DISBURSEMENTS	\$53.57
TOTAL THIS STATEMENT	\$4,189.57



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LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

DECEMBER 15, 2009

003697.0356

R. E. SPICER JR.

INVOICE NO. 660502

Regarding: BANKRUPTCY

BILLING SUMMARY THROUGH November 30, 2009

Fees For Professional Services	\$11,820.00
Expenses and Advances	\$29.70
CURRENT BILLING	<u>\$11,849.70</u>
Previous Balance Due	\$4,610.30
TOTAL BALANCE DUE	<u>\$16,460.00</u>

To ensure proper credit, please return remittance page or refer to invoice number when payment is made.
Invoices are payable upon receipt. Please make checks payable to: Williams Mullen.

*If you have questions regarding this invoice, please contact
Client Account Services at 888.783.8181 x 1502.*

PLEASE REMIT TO OUR DEPOSIT ACCOUNT OR PAYMENT MAY BE MADE BY WIRE

WILLIAMS MULLEN
P. O. BOX 91719
RICHMOND, VA 23291-1719

SUNTRUST BANK
ABA #: 061000104
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



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Glen Allen, VA 23060

DECEMBER 15, 2009
003697.0356
R. E. SPICER JR.
INVOICE NO. 660502

Regarding: BANKRUPTCY

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A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0356

DECEMBER 15, 2009
Invoice No: 660502

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
11/02/09	WHS	Conference with R. Spicer regarding notice issues (.2) and related review of documents (.1).	0.30	\$144.00
11/09/09	RES	Review notice of hearing on fee applications (.2); telephone call to B. Perrow to discuss (.1); forward documents to B. Perrow for hearing (.1); review Section 3.2 of Plan and analyze required fee estimate (.5).	0.90	\$432.00
11/10/09	WHS	Calls and correspondence with J. Noble regarding final procedures regarding administrative issues and related advice (.3).	0.30	\$144.00
11/10/09	RES	Follow up on fee estimate for bankruptcy court pursuant to Section 3.2 of the plan (.3).	0.30	\$144.00
11/10/09	RJN	Review Joint Chapter 11 Plan of LandAmerica to determine requirements for providing estimate of final fees to LandAmerica before Confirmation Hearing (.5); correspond with R. Blair at McGuireWoods to request required format of estimate (.3); draft letter to LandAmerica pursuant to Joint Plan laying out estimate of unbilled fees (.9); discuss Joint Plan with R. Spicer (.3).	2.00	\$460.00
11/11/09	RES	Review draft letter on fee estimate and revise	4.10	\$1,968.00



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LANDAMERICA FINANCIAL GROUP INC

Client: 003697

Matter: 0356

DECEMBER 15, 2009

Invoice No: 660502

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
		same (.7); review recent monthly statements and analyze fee estimate (.8); conferences with J. Noble on fee estimate and letter (.3); review Agenda for November 12 hearings and check on objections to fee application (.4); prepare for hearing (.5); prepare Monthly Fee Request for October 2009 (.5); review billing in Word and Excel formats (.4); preparation of e-mail distribution of Monthly Fee Request with attachments (.5).		
11/11/09	RDP	Prepare for hearing on fee application (.4).	0.40	\$170.00
11/11/09	RJN	Review LandAmerica docket to ensure that no objections were filed against Williams Mullen's Third Interim Fee Application (.4); review Proposed Agenda for November 12th hearing (.3); revise letter to LandAmerica pursuant to Joint Plan laying out estimate of unbilled fees (.5); discuss estimated fees for the remainder of the bankruptcy with R. Spicer (.3).	1.50	\$345.00
11/12/09	WHS	Follow up on hearing report and various matters related to plan effective date (.3).	0.30	\$144.00
11/12/09	RES	Review terms of Chapter 11 plan (1.0); prepare for and attend hearing in Bankruptcy Court on fee applications (2.0); follow up on Order to be submitted to Court (.2).	3.20	\$1,536.00
11/12/09	RDP	Court appearance on Motion for Approval of Interim Fees (1.4).	1.40	\$595.00
11/12/09	RJN	Draft Order Approving the Third Interim Fee Application in preparation of submitting it to	0.50	\$115.00



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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0356

DECEMBER 15, 2009
Invoice No: 660502

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
		the Bankruptcy Court (.5).		
11/13/09	RES	Review U.S. Trustee's objection to Chapter 11 plan (1.0); telephone conference with C. Perrine on various matters related to Effective Date (.5); prepare fee estimate letter (.7).	2.20	\$1,056.00
11/13/09	RJN	Discuss estimated attorneys fees for the period leading up to the effective date with T. Schwarzschild in preparation of sending letter to debtor of estimate (.1); correspond with R. Blair at McGuireWoods to discuss the final application and the estimated unbilled attorneys fees (.2).	0.30	\$69.00
11/16/09	RES	Review McGuire Woods fee estimate letter (.1); finalize WM fee estimate letter (.5); conference with J. Noble on bankruptcy issues (.1).	0.70	\$336.00
11/16/09	RJN	Discussion with R. Spicer concerning letter of estimated unbilled fees (.1); review McGuireWoods letter; review and revise Williams Mullen letter (.1).	0.20	\$46.00
11/17/09	WHS	Review and analysis of various pleadings (.3); review final billing estimate and advice regarding same (.2).	0.50	\$240.00
11/17/09	RES	E-mail and distribution of WM fee estimate letter (.5); review sketch Order filed with Bankruptcy Court on fee approval (.2).	0.70	\$336.00
11/18/09	RJN	Attend LandAmerica's Confirmation Hearing at the United States Bankruptcy Court (3.5).	3.50	\$805.00



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DECEMBER 15, 2009
Invoice No: 660502

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
11/23/09	RJN	Review LandAmerica bankruptcy docket for entered Order approving Plan (.2); correspond with R. Blair at McGuireWoods to determine date of entered Order and to obtain copies of the Order and approved Plan to attach to Form 8-K to be filed with SEC (.1).	0.30	\$69.00
11/24/09	RES	Review Order confirming Chapter 11 plan and final Plan (2.0).	2.00	\$960.00
11/24/09	RJN	Draft Fourth Interim Fee Application for fees and expenses incurred from September 1 through November 30, 2009 (1.5); calculate total hours and fees for interim period in preparation of exhibits (.5).	2.00	\$460.00
11/25/09	RES	Discuss Fourth Interim Fee Application with J. Noble (.2).	0.20	\$96.00
11/25/09	RJN	Draft Notice of Fourth Interim Fee Application (1.2); review and revise Fourth Interim Fee Application (1.0); calculate fees and expenses owed to firm and review all calculations in exhibits (.6); review Interim Compensation Order to determine filing deadline for application (.2).	3.00	\$690.00
11/30/09	RJN	Review Order approving Plan to determine procedures for filing final fee application (.6); review LandAmerica bankruptcy docket to find other final fee applications (.6); preparation of filing Fourth Interim and Final Fee Application after effective date of plan (.8).	2.00	\$460.00



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LANDAMERICA FINANCIAL GROUP INC

Client: 003697

Matter: 0356

DECEMBER 15, 2009

Invoice No: 660502

TOTAL FOR SERVICES \$11,820.00

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
W. SCHWARZSCHILD III	\$480.00	1.40	\$672.00
R. E. SPICER JR.	\$480.00	14.30	\$6,864.00
R. D. PERROW	\$425.00	1.80	\$765.00
ROBERT J. NOBLE	\$230.00	15.30	\$3,519.00

DISBURSEMENTS

Photocopies \$29.70

TOTAL DISBURSEMENTS \$29.70

TOTAL THIS STATEMENT \$11,849.70



WILLIAMS MULLEN

A Professional Corporation

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LandAmerica Financial Group, Inc.
William Chadwick Perrine, Esq.
5600 Cox Road
Glen Allen, VA 23060

DECEMBER 23, 2009

003697.0356

R. E. SPICER JR.

INVOICE NO. 661598

Regarding: BANKRUPTCY

BILLING SUMMARY THROUGH December 6, 2009

Fees For Professional Services	\$192.00
Expenses and Advances	\$0.00
CURRENT BILLING	<u>\$192.00</u>
Previous Balance Due	\$16,460.00
TOTAL BALANCE DUE	<u>\$16,652.00</u>

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PLEASE REMIT TO OUR DEPOSIT ACCOUNT OR PAYMENT MAY BE MADE BY WIRE

WILLIAMS MULLEN
P. O. BOX 91719
RICHMOND, VA 23291-1719

SUNTRUST BANK
ABA #: 061000104
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



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DECEMBER 23, 2009

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WILLIAMS MULLEN

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LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0356

DECEMBER 23, 2009
Invoice No: 661598

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
12/04/09	RES	Analyze remaining work to be completed in light of Effective Date on December 7, 2009 (.4).	0.40	\$192.00
TOTAL FOR SERVICES				\$192.00

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
R. E. SPICER JR.	\$480.00	0.40	\$192.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$192.00



WILLIAMS MULLEN

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LandAmerica Financial Group, Inc.
5600 Cox Rd.
Glen Allen, VA 23060

JANUARY 12, 2010
003697.0356
R. E. SPICER JR.
INVOICE NO. 663689

Regarding: BANKRUPTCY

BILLING SUMMARY THROUGH December 6, 2009

Fees For Professional Services	\$96.00
Expenses and Advances	\$0.00
CURRENT BILLING	<u>\$96.00</u>
Previous Balance Due	\$16,652.00
TOTAL BALANCE DUE	<u>\$16,748.00</u>

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PLEASE REMIT TO OUR DEPOSIT ACCOUNT OR PAYMENT MAY BE MADE BY WIRE

WILLIAMS MULLEN
P. O. BOX 91719
RICHMOND, VA 23291-1719

SUNTRUST BANK
ABA #: 061000104
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



WILLIAMS MULLEN

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NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.
5600 Cox Rd.
Glen Allen, VA 23060

JANUARY 12, 2010
003697.0356
R. E. SPICER JR.
INVOICE NO. 663689

Regarding: BANKRUPTCY

BILLING SUMMARY THROUGH December 6, 2009

Fees For Professional Services	\$96.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$96.00
Previous Balance Due	\$16,652.00
TOTAL BALANCE DUE	<u>\$16,748.00</u>



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC
Client: 003697
Matter: 0356

JANUARY 12, 2010
Invoice No: 663689

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
12/02/09	WHS	Brief review of pleadings and filings (.2).	0.20	\$96.00
TOTAL FOR SERVICES				\$96.00

ATTORNEY RECAP

NAME	RATE	HOURS	VALUE
W. SCHWARZSCHILD III	\$480.00	0.20	\$96.00
TOTAL DISBURSEMENTS			\$0.00
TOTAL THIS STATEMENT			\$96.00

EXHIBIT D

United States Bankruptcy Court
Eastern District of Virginia
Richmond Division
In re LandAmerica Financial Group, Inc., Case No. 08-35994 (KRH)
Fee Application Summary
Applicant: Williams Mullen
Special Corporate Counsel to the Debtor

Interim Fee Period
September 1, 2009 through December 6, 2009

<u>Categories</u>	<u>Hours</u>	<u>Amount</u>
General Corporate	3.2	\$924.00
Securities	102.5	\$33,359.50
Cash Balance Plan	120.4	\$40,635.00
Employee Savings and Stock Ownership Plan	6.0	\$2,220.00
Signature Acquisition Corp.- Loan	0.3	\$111.00
Bankruptcy	<u>52.6</u>	<u>\$19,049.00</u>
TOTAL HOURS/TOTAL FEES	285.0	\$96,298.50

Total Fees:	\$96,298.50
Amount Paid by Debtor after Tenth Monthly Fee Request:	\$20,510.08
Amount Paid by Debtor after Eleventh Monthly Fee Request:	\$0.00
Amount Paid by Debtor after Twelfth Monthly Fee Request:	\$0.00
Amount Paid by Debtor after Thirteenth Monthly Fee Request:	\$0.00

Remaining Amount Due in Compensation: **\$75,788.42**

Month	Fees	Fees Paid	Expenses	Expenses Paid	Total Outstanding
September	\$24,129.50	\$20,510.08	\$52.05	\$52.05	\$3,619.42
October	\$25,365.50	\$0.00	\$53.57	\$0.00	\$25,419.07
November	\$41,434.00	\$0.00	\$44.90	\$0.00	\$41,478.90
December	\$5,369.50	\$0.00	\$0.00	\$0.00	\$5,369.50
Total	\$96,298.50	\$20,510.08	\$150.52	\$52.05	\$75,886.89

Total Expenses:	\$150.52
Amount Paid by Debtor after Tenth Monthly Fee Request:	\$52.05
Amount Paid by Debtor after Eleventh Monthly Fee Request:	\$0.00
Amount Paid by Debtor after Twelfth Monthly Fee Request:	\$0.00
Amount Paid by Debtor after Thirteenth Monthly Fee Request:	\$0.00

Remaining Amount Due in Expense Reimbursement: **\$98.47**

EXHIBIT E

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:)	
LANDAMERICA FINANCIAL)	Chapter 11
GROUP, INC.,)	
)	Case No. 08-35994 (KRH)
Debtor.)	

**ORDER ALLOWING FOURTH INTERIM AND FINAL
COMPENSATION AND EXPENSE REIMBURSEMENT
(Williams Mullen)**

This matter came before the Court upon the Fourth Interim and Final Application Of Williams Mullen For Allowance Of Compensation And Expense Reimbursement As Special Corporate Counsel To The Debtor (the "Application") filed by Williams, Mullen, Clark & Dobbins, P.C. ("Williams Mullen"); and it appearing to the Court that (i) Williams Mullen provided proper notice of the Application to all necessary parties; (ii) no objections to the Application have been filed; and (iii) the request for compensation of expenses as allowed herein is reasonable, it is hereby ORDERED that:

1. The Application is hereby approved in its entirety, and the compensation for the Fourth Interim Fee Period (September 1, 2009 through December 6, 2009) in the total amount of \$96,298.50 is hereby approved, and the Debtor is hereby authorized and directed to pay Williams Mullen any unpaid portion of such compensation. Furthermore, the compensation for the Retention Period (November 26, 2008 through December 6, 2009) in the total amount of \$403,305.00 is hereby approved as final, and the Debtor is authorized and directed to pay Williams Mullen any unpaid portion of such compensation.

2. The reimbursement of expenses for the Fourth Interim Fee Period in the total

amount of \$150.52 is hereby approved, and the Debtor is hereby authorized and directed to pay Williams Mullen any unpaid portion of such reimbursements. Furthermore, the reimbursement for the Retention Period in the total amount of \$4,749.38 is hereby approved as final, and the Debtor is hereby authorized and directed to pay Williams Mullen any unpaid portion of such reimbursements.

3. Upon entry the Clerk shall serve by electronic delivery or first class mail, postage-prepaid, copies of this Order on the Office of the United States Trustee and Williams Mullen.

ENTER:

UNITED STATES BANKRUPTCY JUDGE

We ask for this:

Robert E. Spicer, Jr. (VSB No. 24194)
William H. Schwarzschild III (VSB No. 15274)
R. Joseph Noble (VSB No. 77138)
Williams Mullen
1021 East Cary Street
Richmond, Virginia 23219
Tel: 804.783.6432
Fax: 804.783.6507

Counsel for the Debtor

LOCAL RULE 9022-1 CERTIFICATION

In accordance with Local Rule 9022-1, the foregoing proposed order has been endorsed by or served upon all necessary parties.

Counsel